



487207

HUBER

July 3, 1993

Catherine Garypie
Assistant Regional Counsel
Office of Regional Counsel
U. S. EPA
77 West Jackson CM-3T
Chicago, IL 60604

C.H. HUBER ENTERPRISES, INC.
5550 Huber Road
Huber Heights, Ohio 45424
(513) 233-1122

Dear Ms. Garypie:

This letter is in response to the Information Request received by our company on June 7, 1993 concerning the Powell Road Landfill in Huber Heights, OH.

"Huber Homes" is the registered trade name under which Huber Homes, Inc. and C. H. Huber Enterprises, Inc. engaged in the business of land development and construction and sale of residential properties, mostly single-family detached houses and some multi-unit condominium projects. Huber Homes, Inc. was incorporated April 29, 1958, became a wholly-owned subsidiary of C. H. Huber Enterprises, Inc. upon its incorporation on September 1, 1965, and was merged into C. H. Huber Enterprises, Inc. on September 1, 1982. Reference to Huber Homes in the following responses refers jointly and severally to Huber Homes, Inc. and C. H. Huber Enterprises, Inc. as relevant to the period in question.

The land development and construction activities of Huber Homes involved both labor and materials. During the entire period between January 1, 1959 and December 31, 1985, all labor was performed by independent contractors, and with some exceptions, all materials were purchased and furnished by Huber Homes. General overhead services, such as accounting, purchasing, contract administration (including field supervision), financing and sales were performed by Huber Homes' employees.

The land development and construction activities of Huber Homes ended in June, 1992, and the employment of all Huber Homes' personnel engaged in these activities was terminated.

Our responses are numbered, following the outline designated in the questionnaire. These responses begin on the following page.

If additional information is required, please contact me at the above address or phone number.

Very truly yours,

Elizabeth A. Beckel
Controller

1. Charles H. Huber, whose business address is 5550 Huber Road, Huber Heights, OH 45424. President of Huber Homes from April 29, 1958 through current date. Job responsibility during period of employment has been and is chief executive officer.

Elizabeth A. Beckel, whose business address is 5550 Huber Road, Huber Heights, OH 45424. Controller of Huber Homes from January 1987 through current date. Job responsibility started January 1984 as Accounts Payable. Responsibilities have steadily increased to that of office manager, with the title of Controller.

Donald Keihl, whose business address is 2785 Orchard Run Road, Dayton, Ohio 45459. Field superintendent from 1967 through cessation of Huber Homes' construction activities in June 1992. Job responsibilities consisted of overseeing all field construction activities.

Richard H. Packard, whose business address is 2100 First National Building, Dayton, OH 45402. Secretary and general counsel to Huber Homes from April 29, 1958 through current date. Job responsibilities were legal services.

2. The source of all documents are the files and records of Huber Homes located at its offices at 5550 Huber Road, Huber Heights, OH 45424.
3. The predecessors of Don Keihl who held the field superintendent position; Paul Leckrone and Charles Olinger, are deceased.
4. Huber Homes has no EPA Identification Number.
5. None Known.
6. The construction activities of Huber Homes were conducted in various residential subdivisions in Huber Heights, Montgomery County, Ohio and the residential subdivision known as Villages of Miami in Miami Township, Montgomery County, Ohio. Huber Homes conducted no activities in Clark County, Ohio, Greene County, Ohio or Miami County, Ohio. The office and warehouse facilities of Huber Homes have been in various locations in Huber Heights, Montgomery County, Ohio during the period January 1, 1959 to December 31, 1985. The address of the office facility from April 1980 through the current date is 5550 Huber Road, Huber Heights, Ohio. The address of the warehouse facility from 1980 through cessation of Huber Homes' construction activity in June, 1992 was 5201 Taylorsville Road, Huber Heights, Ohio.
7. Huber Homes has no knowledge.

8. The answer to this request is, to the knowledge of Huber Homes, an unqualified "No".
9. The only record Huber Homes has, or information known to Huber Homes, concerning the Powell Road Landfill is that residential construction debris was transported there in 1967 by Charles Litton, an individual who owned and operated a single dump truck. To Huber Homes' knowledge, this individual never had a business address.
 - a. Charles Litton
 - b. 1967
 - c. Residential construction debris
 - d. None
 - e. Huber Homes
 - f. Huber Homes has no knowledge
 - g. None
 - h. No charge made.
10. The field superintendents identified in Requests nos. 1 and 2, above.
 - a. Charles Litton
 - b. 1967
 - c. Residential construction debris
 - d. Huber Homes
 - e. Huber Homes has no knowledge
 - f. None
 - g. Huber Homes has no knowledge
 - h. Huber Homes received no payment from anyone else
 - i. Huber Homes has no knowledge
 - j. Not to Huber Homes' knowledge
 - k. Huber Homes has no knowledge
 - l. Huber Homes has no knowledge
 - m. None
 - n. No containers
 - o. Huber Homes has located no record of amount(s) paid to Charles Litton.
 - p. Huber Homes has located no documents referring to the Powell Road Landfill.
 - q. None not otherwise identified in other answers.
11. Attached marked "11".
12. Attached marked "12(a)", "12(b)", and "12(c)".

Huber Homes

Page 3

13.
 - a. Attached marked "13(a)-1", "13(a)-2".
 - b. Attached marked "13(b)-1", "13(b)-2", "13(b)-3", "13(b)-4" and "13(b)-5".
 - c. Refer to attachments 13(a) and (b).
 - d. C. H. Huber Enterprises, Inc. has no parent or subsidiary corporations.
14. Inapplicable
15. Inapplicable
16. Inapplicable
17. Elizabeth A. Beckel
Huber Homes
5550 Huber Road
Huber Heights, OH 45424
(513)233-1122

B421 - 435

13(a)-1

343210

Articles of Incorporation

—OF—

C. H. HUBER ENTERPRISES, INC.

(Name of Corporation)

APPROVED
FOR FILING

By: _____

Date: 7-15-55

Amount: 50.00

212-25

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be C. H. Huber Enterprises, Inc.

SECOND. The place in Ohio where its principal office is to be located is _____

Dayton

Montgomery

County.

(City, Village or Township)

THIRD. The purposes for which it is formed are: To conduct and carry on the business of manufacturers, builders and contractors for the purpose of manufacturing, building, erecting, altering, repairing, making or doing any other work in connection with any and all classes of building and improvements of any kind and nature whatsoever.

To buy, lease, and otherwise acquire, lands and interest in lands of every kind and description, wheresoever situated; to buy, lease and otherwise acquire, and to construct and erect buildings and structures in and on such lands for any use or purpose; to hold, own, improve, develop, maintain, operate, let, lease, mortgage sell or otherwise dispose of such property or any part thereof.

To borrow money for any of the purposes of this corporation, and to issue bonds, debentures, notes and other obligations therefor, and to secure the same by pledge or mortgage of the whole or any part of the property of the corporation, either real or personal, or to issue bonds, debentures, debenture stock, notes or other obligations without any such security.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, inclusive of the right to vote thereon, to the same extent as a natural person might or could do.

To organize, or cause to be organized, under the laws of the State of Ohio, or any other state, territory or country, or of the District of Columbia, a corporation or corporations, for the purpose of accomplishing any or all of the objects for which this corporation is organized, and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations, or to cause the same to be dissolved, wound up, liquidated, merged or consolidated.

To acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or corporation carrying on any business which this company is authorized to carry on, or possessed of any property suitable for the purposes of this company.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities, of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to

~~FOURTH. The number of shares which the corporation is authorized to have outstanding is~~

exercise all the powers necessary or convenient in and about the conduct and management of such business.

To do any and all things which are necessary or incidental to carry out any and all of the above designated purposes and to do any and all things which are permitted under the laws of the State of Ohio for a corporation to do or perform.

FOURTH. The number of shares which the corporation is authorized to have outstanding is Five Hundred (500) Shares, common, no par value.

FIFTH. The amount of stated capital with which the corporation shall begin business is

Five Hundred ----- Dollars (\$ 500.00).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 30th day of August, 1965.

C. H. HUBER ENTERPRISES, INC.

(Name of Corporation)

Charles H. Huber

Charles H. Huber

Richard H. Packard

Richard H. Packard

Sherry A. Alltop

Sherry A. Alltop

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

CODE OF REGULATIONS

CODE OF REGULATIONS
OF

.....C. H. HUBER ENTERPRISES, INC.

(Name of Corporation)

adopted by its shareholders entitled to vote for the government of the corporation:

Article I.

MEETINGS OF SHAREHOLDERS

(a) *Annual Meetings.* The annual meeting of the shareholders of this corporation shall be held at the principal office of the corporation, in.....Dayton.....Ohio, on the.....last day.....in.....August.....of each year, at.....10:00.....o'clock.....A.....M., if not a legal holiday, but if a legal holiday, then on the day following at the same hour. The first annual meeting of the corporation shall be held in 19.....66.....

(b) *Special meetings* of the shareholders of this corporation shall be called by the Secretary, pursuant to a resolution of the Board of Directors, or upon the written request of two directors, or by shareholders representing 25% of the shares issued and entitled to vote. Calls for special meetings shall specify the time, place and object or objects thereof, and no business other than that specified in the call therefor shall be considered at any such meetings.

(c) *Notice of Meetings.* A written or printed notice of the annual or any special meeting of the shareholders, stating the time and place, and in case of special meetings, the objects thereof, shall be given to each shareholder entitled to vote at such meeting appearing on the books of the corporation, by mailing same to his address as the same appears on the records of the corporation or of its Transfer Agent, or Agents, at least.....seven..... (.....7.....) days before any such meeting; provided, however, that no failure or irregularity of notice of any annual meeting shall invalidate the same or any proceeding thereat.

All notices with respect to any shares to which persons are jointly entitled may be given to that one of such persons who is named first upon the books of the Corporation and notice so given shall be sufficient notice to all the holders of such shares.

(d) *Quorum.* A majority in number of the shares authorized, issued and outstanding, represented by the holders of record thereof, in person or by proxy, shall be requisite to constitute a quorum at any meeting of shareholders, but less than such majority may adjourn the meeting of shareholders from time to time and at any such adjourned meeting any business may be transacted which might have been transacted if the meeting had been as originally called.

(e) *Proxies.* Any shareholder entitled to vote at a meeting of shareholders may be represented and vote thereat by proxy appointed by an instrument in writing, subscribed by such shareholder, or by his duly authorized attorney, and submitted to the Secretary at or before such meeting.

CODE OF REGULATIONS

Article II.

SEAL

The seal of the corporation shall be circular, about two inches in diameter, with the name of the corporation engraved around the margin and the word "SEAL" engraved across the center. It shall remain in the custody of the Secretary, and it or a facsimile thereof shall be affixed to all certificates of the corporation's shares. If deemed advisable by the Board of Directors, a duplicate seal may be kept and used by any other officer of the corporation, or by any Transfer Agent of its shares.

Article III.

SHARES

SECTION 1.—Certificates. Certificates evidencing the ownership of shares of the corporation shall be issued to those entitled to them by transfer or otherwise. Each certificate for shares shall bear a distinguishing number, the signature of the President or Vice-President, and of the Secretary or an Assistant Secretary, the seal of the corporation and such recitals as may be required by law. The certificates for shares shall be of such tenor and design as the Board of Directors from time to time may adopt.

SECTION 2.—Transfers. (a) The shares may be transferred on the proper books of the corporation by the registered holders thereof, or by their attorneys legally constituted, or their legal representatives, by surrender of the certificate therefor for cancellation and a written assignment of the shares evidenced thereby. The Board of Directors may, from time to time, appoint such Transfer Agents or Registrars of shares as it may deem advisable, and may define their powers and duties.

(b) All endorsements, assignments, transfers, share powers or other instruments of transfer of securities standing in the name of the corporation shall be executed for and in the name of the corporation by any two of the following officers, to-wit: the President or a Vice-President, and the Treasurer or Secretary, or an Assistant Treasurer or an Assistant Secretary; or by any person or persons thereunto authorized by the Board of Directors.

SECTION 3.—Lost Certificates. The Board of Directors may order a new certificate or certificates of shares to be issued in place of any certificate or certificates alleged to have been lost or destroyed, but in every case the owner of the lost certificate or certificates shall first cause to be given to the corporation a bond, with surety or sureties satisfactory to the corporation in such sum as said Board of Directors may in its discretion deem sufficient as indemnity against any loss or liability that the corporation may incur by reason of the issuance of such new certificates; but the Board of Directors may, in its discretion, refuse to issue such new certificate save upon the order of some court having jurisdiction in such matters pursuant to the statute made and provided.

SECTION 4.—Closing of Transfer Books. The share transfer books of the corporation may be closed by order of the Board of Directors for a period not exceeding ten (10) days prior to any meeting of the shareholders, and for a period not exceeding ten (10) days prior to the payment of any dividend. The times during which the books may be closed shall, from time to time, be fixed by the Board of Directors.

Section 5. --Restrictions on Transfer by Non-Corporate Shareholders. No non-corporate shareholder of this corporation shall be entitled to sell, dispose of or transfer any share of this corporation to any person, firm or corporation, unless and until this corporation shall have been given an opportunity of purchasing said shares at the same price as any bona fide offer from any other person, firm or corporation.

If the corporation does not elect to purchase within thirty (30) days after written notice so to do, then the remaining shareholders of the corporation, severally, shall be given an opportunity of purchasing said shares at the same price. Each such shareholder shall be given written notice of his opportunity to so purchase and each such shareholder shall have the right to purchase shares offered for sale in proportion to the number of shares he then shall be the owner and if he shall not exercise his right to purchase all of the shares to which he is entitled, the shares which he does not purchase shall be offered to the remaining shareholders and so with every other shareholder.

Any shares not purchased by other shareholders as aforesaid, within sixty (60) days after written notice, may then be sold, disposed of or transferred by such non-corporate shareholder, or his legal representative, to the person, firm or corporation making the bona fide offer which was refused.

Section 6. --Restrictions on Transfer by Corporate Shareholders. No corporate shareholder of this corporation shall be entitled to sell, dispose of or transfer any share of this corporation to any person, firm or corporation unless and until this corporation shall have been given an opportunity of purchasing said shares at the same price as any bona fide offer from any other person, firm or corporation.

If this corporation does not elect to purchase within thirty (30) days after written notice so to do, then the remaining shareholders of this corporation, severally, shall be given an opportunity of purchasing said shares at the same price. Each such shareholder of this corporation shall be given written notice of his opportunity to so purchase, and each shareholder of this corporation shall have the right to purchase shares offered for sale in proportion to the number of shares of this corporation he then shall be the owner, and if he shall not exercise his right to purchase all of the shares to which he is entitled, the shares which he does not purchase shall be offered to the remaining shareholders of this corporation, and so with every other shareholder of this corporation.

If the shareholders of this corporation do not elect to purchase all of the shares of this corporation offered for sale within sixty (60) days after written notice so to do, then the shareholders of the corporate shareholder of this corporation shall be given an opportunity of purchasing the remaining shares at the same price. Each such shareholder shall be given written notice of his opportunity to so purchase, and each such shareholder shall have the right to purchase shares offered for sale in proportion to the number of shares of the corporate shareholder of this corporation he then shall be the owner and if he shall not exercise his right to purchase all of the shares to which he is entitled, the shares which he does not purchase shall be offered to the remaining shareholders of the corporate shareholder of this corporation and so with every other shareholder.

Any share not purchased by other shareholders of the corporate shareholder of this corporation within sixty (60) days after written notice, may then be sold, disposed of or transferred by such corporate shareholder, or its legal representative, to the person, firm or corporation making the bona fide offer which was refused.

Att

Section 7. --Bankruptcy of Shareholder. In the event any shareholder of this corporation shall be adjudged a bankrupt, shall have a receiver appointed, shall make an assignment for the benefit of creditors or if any interest of any such shareholder shall be levied upon through execution or any other legal process, then this corporation shall forthwith be entitled to purchase shares of this corporation owned by such shareholder at book value or fair market value, whichever shall be the higher. Book value shall be determined by dividing the total number of shares in this corporation by the total capital and surplus of this corporation. Fair market value shall be determined by a disinterested and independent Certified Public Accountant selected by mutual agreement of this corporation and any such shareholder.

If this corporation does not elect to purchase such shares within thirty (30) days after receipt by it of written notice of such bankruptcy, appointment of receiver, assignment for benefit of creditors or levy through execution or other legal process, then the remaining shareholders of this corporation, severally and in proportion to the number of shares of this corporation then owned by such shareholder, shall be entitled to purchase the shares of this corporation owned by such shareholder at the same price. This corporation shall give notice to each of its shareholders of the number of shares each such shareholder is entitled to purchase and the purchase price thereof. If any such shareholder shall not exercise his right to purchase all of the shares to which he is entitled, the shares which he does not purchase shall be offered to the remaining shareholders in the same manner, and so with every other shareholder of this corporation.

If the shareholders of this corporation do not elect to purchase such shares within sixty (60) days after the receipt by them of notice that such shares may be purchased by them; and if the shareholder of this corporation which has been adjudged a bankrupt, has had a receiver appointed, has made an assignment for benefit of creditors or has been levied upon through execution or other legal process, is a corporate shareholder, then the shareholders of said corporate shareholder, severally and in proportion to the number of shares of the corporate shareholder of this corporation then owned by such shareholder, shall be entitled to purchase the shares of this corporation owned by such corporate shareholder at the same price. This corporation shall give notice to such corporate shareholder of this corporation of the number of shares available for purchase by the shareholders of the corporate shareholder of this corporation and the purchase price thereof, and the corporate shareholder of this corporation shall in turn, give notice to each of its shareholders of the number of shares each such shareholder is entitled to purchase and the purchase price thereof. If any such shareholder shall not exercise his right to purchase all of the shares to which he is entitled, the shares which he does not so purchase shall be offered to the remaining shareholders of the corporate shareholder of this corporation in the same manner, and so with every other shareholder of the corporate shareholder of this corporation.

Shareholders of this corporation or of the corporate shareholder of this corporation being entitled to purchase shares of this corporation and electing to do so shall give notice of this election to purchase such shares to the receiver or trustee within sixty (60) days after receipt by each of them of notice that such shares may be purchased by them, and the receiver or trustee shall thereupon be required to sell the shares of this corporation to such electing shareholder upon payment of the purchase price thereof.

Chart

CODE OF REGULATIONS

Article IV.

DIRECTORS

The number of members of the Board of Directors shall be determined pursuant to law, by resolution of the shareholders entitled to vote, ~~but shall not be less than three (3) members.~~ The election of directors shall be held at the annual meeting of the shareholders, or at a special meeting called for that purpose.

Directors shall hold office until the expiration of the term for which they were elected and shall continue in office until their respective successors shall have been duly elected and qualified.

Article V.

VACANCIES IN THE BOARD

A resignation from the Board of Directors shall be deemed to take effect upon its receipt by the Secretary, unless some other time is specified therein. In case of any vacancy in the Board of Directors, through death, resignation, disqualification, or other cause deemed sufficient by the Board, the remaining directors, though less than a majority of the whole board, by affirmative vote of a majority of those present at any duly convened meeting may, except as hereinafter provided, elect a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant, and until the election and qualification of a successor.

Article VI.

REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held periodically on such dates as the Board may designate.

Article VII.

SPECIAL MEETINGS

Special meetings of the Board of Directors shall be called by the Secretary and held at the request of the President or any two of the Directors.

Article VIII.

NOTICE OF MEETINGS

The Secretary shall give notice of each meeting of the Board of Directors, whether regular or special, to each member of the Board.

CODE OF REGULATIONS

Article IX.

QUORUM

A majority of the Directors in office at the time shall constitute a quorum at all meetings thereof.

Article X.

PLACE OF MEETINGS

The Board of Directors may hold its meetings at such place or places within or without the State of Ohio as the Board may, from time to time, determine.

Article XI.

COMPENSATION

Directors, as such, shall not receive any stated salary for their services, but, on resolution of the Board, a fixed sum for expenses of attendance, if any, may be allowed for attendance at each meeting, regular or special, provided that nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor. Members of either executive or special committees may be allowed such compensation as the Board of Directors may determine for attending committee meetings.

Article XII.

ELECTION OF OFFICERS

At the first meeting of the Board of Directors in each year (at which a quorum shall be present) held next after the annual meeting of the shareholders, and at any special meeting provided in Article VII, the Board of Directors shall elect officers of the corporation (including the President), and designate and appoint such subordinate officers and employees as it shall determine. They may also appoint an executive committee or committees from their number and define their powers and duties.

Article XIII.

OFFICERS

The officers of this corporation shall be a President, who shall be a director, and also a Vice-President, a Secretary, a Treasurer and a.....who may or may not be directors. Said officers shall be chosen by the Board of Directors, and shall hold office for one year, and until their successors are elected and qualified. Additional Vice-Presidents may be elected from time to time as determined by the Directors who may also appoint one or more Assistant Secretaries, and one or more Assistant Treasurers, and such other officers and agents of the corporation as it may from time to time determine.

Any officer or employee elected or appointed by the Board of Directors, other than that of director, may be removed at any time upon vote of the majority of the whole Board of Directors.

CODE OF REGULATIONS

The same person may hold more than one office, other than that of President and Vice-President, or Secretary and Assistant Secretary, or Treasurer and Assistant Treasurer.

In case of the absence of any officer of the corporation, or for any other reason which the Board of Directors may deem sufficient, the Board of Directors may delegate the powers or duties of such officer to any other officer or to any director, provided a majority of the whole Board of Directors concur therein.

Article XIV.

DUTIES OF OFFICERS

(a) *President.* The President shall preside at all meetings of shareholders and directors. He shall exercise, subject to the control of the Board of Directors and the shareholders of the corporation, a general supervision over the affairs of the corporation, and shall perform generally all duties incident to the office and such other duties as may be assigned to him from time to time by the Board of Directors.

(b) *Vice-President.* The Vice-President shall perform all duties of the President in his absence or during his inability to act, and shall have such other and further powers, and shall perform such other and further duties as may be assigned to him by the Board of Directors.

(c) *Secretary.* The Secretary shall keep the minutes of all proceedings of the Board of Directors and of the shareholders and make a proper record of the same, which shall be attested by him. He shall keep such books as may be required by the Board of Directors, and shall take charge of the seal of the corporation, and generally perform such duties as may be required by the Board of Directors.

(d) *Treasurer.* The Treasurer shall have the custody of the funds and securities of the corporation which may come into his hands, and shall do with the same as may be ordered by the Board of Directors. When necessary or proper he may endorse on behalf of the corporation for collection, checks, notes and other obligations. He shall deposit the funds of the corporation to its credit in such banks and depositaries as the Board of Directors may, from time to time, designate. The fiscal year of the corporation shall be co-extensive with the calendar year. He shall submit to the annual meeting of the shareholders, a statement of the financial condition of the corporation, and whenever required by the Board of Directors, shall make and render a statement of his accounts, and such other statements as may be required. He shall keep in books of the corporation, full and accurate accounts of all moneys received and paid by him for account of the corporation. He shall perform such other duties as may, from time to time, be assigned to him by the Board of Directors.

Article XV.

ORDER OF BUSINESS

1. Call meeting to order.
2. Selection of chairman and secretary.
3. Proof of notice of meeting.
4. Roll call, including filing of proxies with secretary.
5. Appointment of tellers.
6. Reading and disposal of previously unapproved minutes.
7. Reports of officers and committees.
8. If annual meeting, or meeting called for that purpose, election of directors.
9. Unfinished business.
10. New business.
11. Adjournment.

CODE OF REGULATIONS

This order may be changed by the affirmative vote of a majority in interest of the shareholders present.

Article XVI. AMENDMENTS

These regulations may be adopted, amended or repealed by the affirmative vote of a majority of the shares empowered to vote thereon at any meeting called and held for that purpose, notice of which meeting has been given pursuant to law, or without a meeting by the written assent of the owners of two-thirds of the shares of the corporation entitled to vote thereon.



The State of Ohio

Bob Taft
Secretary of State

RN 66988

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: RNR

of:

HUBER HOMES

APPLICANT/ASSIGNEE: C. H. HUBER ENTERPRISES, INC.
ADDRESS: 5550 HUBER RD
HUBER HTS OH 45424

STATE OF INCORP: OH

DATE OF 1ST USE:
EXPIRATION DATE: 08/31/1997

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll H369 at Frame 1040 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at
Columbus, Ohio, this 26TH day of MAY,
A.D. 1992.



Bob Taft
Bob Taft
Secretary of State